

CHAMBERS COPY

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

W.R. GRACE & CO., et al.,

Debtors.

Chapter 11

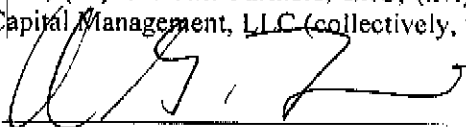
Case No. 01-01139 (JKF)

Jointly Administered

MOTION AND ORDER FOR ADMISSION PRO HAC VICE

Pursuant to Local Rule 83.5 and the attached certification, counsel moves the admission *pro hac vice* of Margaret A. Phillips of Paul, Weiss, Risskind, Wharton & Garrison LLP to represent (i) Anchorage Advisors, LLC; (ii) Avenue Capital Group; (iii) Bass Companies; (iv) Caspian Capital Advisors, LLC; (v) Catalyst Investment Management Co., LLC; (vi) Citigroup Special Situations; (vii) Intermarket Corp.; (viii) JD Capital Management, LLC; (ix) JP Morgan Chase, N.A. Credit Trading Group; (x) Lehman Brothers, Inc.; (xi) Loeb Partners Corporation; (xii) MSD Capital, L.P.; (xiii) Babson Capital Management, Inc.; (xiv) Normandy Hill Capital, L.P.; (xv) Ore Hill Partners, LLC; (xvi) P. Schoenfeld Asset Management, LLC; and (xvii) Restoration Capital Management, LLC (collectively, the "Bank Debt Holders") in these cases.


Dated: July 18, 2008


Adam G. Landis (No. 3407)
LANDIS RATH & COBB LLP
919 Market Street, Suite 600
Wilmington, Delaware 19801
Telephone: (302) 467-4400
Facsimile: (302) 467-4450
Email: landis@lrclaw.com

CERTIFICATION BY COUNSEL TO BE ADMITTED PRO HAC VICE

Pursuant to Local Rule 83.5, I certify that I am eligible for admission to this Court, am admitted, practicing and in good standing as a member of the Bar of the State of New York, and pursuant to Local Rule 83.6 submit to the disciplinary jurisdiction of this Court for any alleged misconduct which occurs in the preparation or course of this action. I also certify that I am generally familiar with this Court's Local Rules. In accordance with Standing Order for District Court Fund effective 1/1/05, I further certify that the annual fee of \$25.00 has been paid to the Clerk, or, if not paid previously, the fee payment will be submitted to the Clerk's Office upon the filing of this motion.

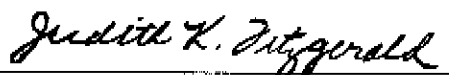
Dated: July 18, 2008


Margaret A. Phillips, Esquire
PAUL, WEISS, RIFKIND, WHARTON
& GARRISON LLP
1285 Avenue of the Americas
New York, NY 10019-6064
Telephone: (212) 373-3000
Facsimile: (212) 757-3990
Email: mphilips@paulweiss.com

ORDER GRANTING MOTION

IT IS HEREBY ORDERED that counsel's Motion for Admission *pro hac vice* is granted.

Dated: July 21, 2008


The Honorable Judith K. Fitzgerald
United States Bankruptcy Judge